

EXHIBIT C

30 November 2007

David M. Sherbin, Esq.
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815



Dear David:

Enclosed please find our statement of fees for professional services rendered and expenses incurred by Rothschild Inc. for the period October 1, 2007 through October 31, 2007 (the "Statement"). This Statement has been prepared in accordance with the Order Under 11 U.S.C. 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 (the "Order"). The compensation owed Rothschild Inc. by Delphi Corporation is calculated pursuant to the Order and the Final Order Under 11 U.S.C. 327(a) and 328 Authorizing Employment and Retention of Rothschild Inc. as Financial Advisor and Investment Banker to Debtors dated November 30, 2005.

Please feel free to call me or David Resnick at (212) 403-5252 if you should have any questions regarding this invoice.

Very truly yours,

A handwritten signature in black ink, appearing to read 'W R Shaw', written in a cursive style.

WRS/dgs
Enclosure:

Rothschild Inc.
1251 Avenue of the Americas
New York, NY 10020
www.rothschild.com

William R. Shaw
Director
Telephone (212) 403-5221
Facsimile (212) 403-5454
Email david.resnick@us.rothschild.com



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Invoice

Invoice 1107 DLR DPH1

Date 30 November 2007



Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815

For the attention of David M. Sherbin, Esq., General Counsel

Monthly advisory fee: October 1, 2007 – October 31, 2007	\$250,000.00
80 percent of advisory fee:	X 0.80
	200,000.00
Out-of-Pocket expenses:	24,657.13
Total Due	\$224,657.13

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase Address	Account Name:	Rothschild Inc.
500 Stanton Christiana Road	Account Number:	0 045 42 212
Newark, DE 19713	ABA:	021000021

DELPHI CORPORATION

Summary of Out-of-Pocket Expenses

October 1, 2007 through October 31, 2007

Travel	\$8,981.47
Taxis/Tolls/Parking	5,619.20
Hotel	3,044.63
Legal Fees	-
Miscellaneous	121.93
Meals	2,079.50
Word Processing	1,380.18
Copies	1,715.40
Research/Database	1,245.47
Telephone/Communications	57.73
Courier Services	<u>411.62</u>
Total	\$ 24,657.13

DELPHI CORPORATION

Travel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
08/17/07	NY/Detroit/Saginaw/Detroit/NY	New York, NY	\$1,146.60	Vendor	J. Hahn
08/26/07	NY/Detroit/Saginaw/Detroit/NY	New York, NY	\$1,139.60	Vendor	J. Hahn
09/19/07	NY/Detroit/Saginaw/Detroit/Philadelphia	New York, NY	\$964.70	Vendor	E. Caplan
09/20/07	NY/Detroit/NY	New York, NY	\$1,228.80	Vendor	J. Hahn
09/23/07	NY/Detroit	New York, NY	\$496.47	Vendor	E. Caplan
09/25/07	Saginaw/Detroit/NY	New York, NY	\$953.60	Vendor	E. Caplan
10/03/07	Detroit/NY	New York, NY	\$559.00	Vendor	D. Resnick
10/03/07	Detroit/NY	New York, NY	\$559.00	Vendor	W. Shaw
10/04/07	NY/Detroit/NY	New York, NY	\$1,228.80	Vendor	E. Caplan
10/08/07	Greenville/NY	New York, NY	\$704.90	Vendor	D. Resnick
Total			\$8,981.47		

DELPHI CORPORATION
Taxi/Tolls/Parking Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
07/18/07	From home to office for early meeting	New York, NY	\$33.66	Vendor	D. Resnick
07/21/07	From office to home	New York, NY	\$26.52	Vendor	W. Wang
07/22/07	From home to office (wknd)	New York, NY	\$29.58	Vendor	J. Sylward
07/23/07	From office to home	New York, NY	\$26.52	Vendor	W. Wang
07/25/07	From office to home	New York, NY	\$30.60	Vendor	W. Wang
07/26/07	From office to home	New York, NY	\$34.68	Vendor	W. Wang
07/27/07	From office to home	New York, NY	\$34.68	Vendor	W. Wang
07/27/07	From office to home	New York, NY	\$35.70	Vendor	E. Caplan
07/29/07	From office to home	New York, NY	\$31.62	Vendor	E. Caplan
07/30/07	From office to home	New York, NY	\$31.62	Vendor	E. Caplan
08/02/07	From office to home	New York, NY	\$40.80	Vendor	J. Aylward
08/11/07	From office to home (wknd)	New York, NY	\$7.00	Vendor	W. Wang
08/11/07	From home to office (wknd)	New York, NY	\$6.00	Vendor	W. Wang
08/14/07	From office to home	New York, NY	\$11.00	Vendor	W. Wang
08/14/07	From office to home	New York, NY	\$28.56	Vendor	E. Caplan
08/18/07	From office to home	New York, NY	\$7.00	Vendor	W. Wang
08/19/07	From office to home	New York, NY	\$10.00	Vendor	W. Wang
08/19/07	From office to home	New York, NY	\$7.00	Vendor	W. Wang
08/19/07	Rental car used during trip	Saginaw, MI	\$581.51	Vendor	J. Hahn
08/19/07	From home to office to pick up books	New York, NY	\$8.90	Vendor	J. Hahn
08/23/07	From airport to home	New York, NY	\$153.00	Vendor	J. Hahn
08/25/07	From office to home (wknd)	New York, NY	\$7.00	Vendor	W. Wang
08/25/07	From home to office (wknd)	New York, NY	\$12.00	Vendor	W. Wang
08/30/07	Rental car used during trip	Detroit, MI	\$200.78	Vendor	E. Caplan
08/30/07	From airport to home	New York, NY	\$74.00	Vendor	E. Caplan
08/31/07	From office to home	New York, NY	\$21.00	Vendor	M. Frenkel
09/01/07	From home to office (wknd)	New York, NY	\$15.00	Vendor	W. Wang
09/01/07	From office to home (wknd)	New York, NY	\$9.00	Vendor	W. Wang
09/05/07	From home to airport	New York, NY	\$59.67	Vendor	R. Berzinji
09/07/07	From airport to home	New York, NY	\$94.35	Vendor	R. Berzinji
09/08/07	From home to office (wknd)	New York, NY	\$17.00	Vendor	E. Caplan
09/11/07	From office to home	New York, NY	\$8.00	Vendor	W. Wang
09/12/07	From office drop off & home	New York, NY	\$77.52	Vendor	M. Frenkel
09/12/07	Package delivery to WS	New York, NY	\$89.25	Vendor	M. Frenkel
09/14/07	From office to home	New York, NY	\$29.58	Vendor	I. Fayne

DELPHI CORPORATION
Taxi/Tolls/Parking Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
09/15/07	From office to home (wknd)	New York, NY	\$9.00	Vendor	W. Wang
09/15/07	From office to home	New York, NY	\$10.00	Vendor	E. Caplan
09/16/07	From office to home	New York, NY	\$13.00	Vendor	W. Wang
09/17/07	From office to home	New York, NY	\$9.00	Vendor	W. Wang
09/17/07	From office to home	New York, NY	\$34.68	Vendor	M. Frenkel
09/17/07	From office to home	New York, NY	\$26.52	Vendor	M. Frenkel
09/17/07	From office to home	New York, NY	\$27.54	Vendor	E. Caplan
09/17/07	From office to home	New York, NY	\$26.52	Vendor	J. Hahn
09/18/07	From office to home	New York, NY	\$6.00	Vendor	E. Caplan
09/18/07	From office to home	New York, NY	\$26.52	Vendor	J. Hahn
09/18/07	From office to home	New York, NY	\$10.00	Vendor	M. Frenkel
09/18/07	From office to home	New York, NY	\$7.00	Vendor	E. Caplan
09/19/07	From office to home	New York, NY	\$7.00	Vendor	W. Wang
09/19/07	From office to home	New York, NY	\$14.00	Vendor	E. Caplan
09/19/07	From office to home	New York, NY	\$26.52	Vendor	E. Caplan
09/20/07	From office to airport	New York, NY	\$109.65	Vendor	J. Hahn
09/21/07	Rental car used during trip	Detroit, MI	\$229.59	Vendor	J. Hahn
09/21/07	From airport to meeting	Detroit, MI	\$59.00	Vendor	J. Hahn
09/21/07	Rental car used during trip	Detroit, MI	\$199.60	Vendor	E. Caplan
09/22/07	From office to home (wknd)	New York, NY	\$22.00	Vendor	W. Wang
09/22/07	From home to office (wknd)	New York, NY	\$11.00	Vendor	W. Wang
09/24/07	From office to home	New York, NY	\$9.00	Vendor	W. Wang
09/25/07	From office to home	New York, NY	\$9.00	Vendor	W. Wang
09/25/07	From office to home	New York, NY	\$31.62	Vendor	J. Hahn
09/26/07	From office to meeting	New York, NY	\$11.00	Vendor	W. Shaw
09/26/07	From office to home	New York, NY	\$53.04	Vendor	W. Wang
09/26/07	From office to home	New York, NY	\$48.70	Vendor	J. Hahn
09/26/07	From meeting to airport	Detroit, MI	\$60.00	Vendor	J. Hahn
09/27/07	From office to home	New York, NY	\$31.62	Vendor	W. Wang
09/27/07	From office to home	New York, NY	\$69.36	Vendor	J. Hahn
09/27/07	Purchase of gas for rental car	Detroit, MI	\$12.59	Vendor	E. Caplan
09/28/07	From office to home	New York, NY	\$86.70	Vendor	J. Hahn
09/29/07	From office to home	New York, NY	\$26.52	Vendor	J. Hahn
09/30/07	From office to home	New York, NY	\$26.52	Vendor	J. Hahn
10/01/07	From office to home	New York, NY	\$28.56	Vendor	W. Wang

DELPHI CORPORATION **Taxi/Tolls/Parking Expense Breakdown**

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/01/07	From office to home	New York, NY	\$40.80	Vendor	J. Hahn
10/01/07	From office to home	New York, NY	\$33.66	Vendor	E. Caplan
10/02/07	From office to home	New York, NY	\$11.00	Vendor	W. Shaw
10/02/07	From office to home	New York, NY	\$26.52	Vendor	D. Resnick
10/03/07	From home to airport	New York, NY	\$131.14	Vendor	D. Resnick
10/03/07	From airport to home	New York, NY	\$83.13	Vendor	D. Resnick
10/03/07	From airport to office	New York, NY	\$85.17	Vendor	W. Shaw
10/03/07	From office to home	New York, NY	\$8.50	Vendor	W. Shaw
10/03/07	From office to home	New York, NY	\$26.52	Vendor	J. Hahn
10/05/07	From office to home	New York, NY	\$196.59	Vendor	E. Caplan
10/05/07	Rental car used during trip	Detroit, MI	\$31.62	Vendor	W. Wang
10/06/07	From office to home	New York, NY	\$37.74	Vendor	W. Wang
10/07/07	From office to home	New York, NY	\$10.00	Vendor	E. Caplan
10/07/07	From office to home	New York, NY	\$62.73	Vendor	J. Hahn
10/08/07	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
10/09/07	From home to office for early meeting	New York, NY	\$70.38	Vendor	D. Resnick
10/09/07	From office to meeting to home	New York, NY	\$26.52	Vendor	J. Hahn
10/09/07	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
10/10/07	From office to home	New York, NY	\$77.01	Vendor	T. Dang
10/10/07	From office to home	New York, NY	\$38.76	Vendor	D. Resnick
10/11/07	From home to meeting	New York, NY	\$11.00	Vendor	M. Frenkel
10/11/07	From office to home	New York, NY	\$33.66	Vendor	J. Hahn
10/11/07	From office to home	New York, NY	\$34.68	Vendor	W. Wang
10/12/07	From office to home	New York, NY	\$55.08	Vendor	R. Berzinji
10/12/07	From office to home	New York, NY	\$140.76	Vendor	I. Payne
10/12/07	From office to home	New York, NY	\$33.66	Vendor	J. Hahn
10/12/07	From office to home	New York, NY	\$104.55	Vendor	J. Hahn
10/12/07	From office/drop off/home	New York, NY	\$56.10	Vendor	W. Wang
10/13/07	From office to home	New York, NY	\$5.00	Vendor	W. Wang
10/13/07	From home to office (wknd)	New York, NY	\$8.00	Vendor	W. Wang
10/13/07	From office to home (wknd)	New York, NY	\$63.24	Vendor	J. Hahn
10/13/07	From office to home	New York, NY	\$43.86	Vendor	W. Wang
10/14/07	From office to home	New York, NY	\$11.00	Vendor	W. Wang
10/14/07	From office to home	New York, NY	\$26.52	Vendor	D. Resnick
10/15/07	From office to home	New York, NY	\$10.00	Vendor	W. Shaw

DELPHI CORPORATION
Taxi/Tolls/Parking Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
10/16/07	From office to home	New York, NY	\$10.00	Vendor	W. Shaw
10/17/07	From office to home	New York, NY	\$33.66	Vendor	W. Wang
10/17/07	From office to home	New York, NY	\$35.70	Vendor	D. Resnick
10/17/07	From office to home	New York, NY	\$10.00	Vendor	M. Frenkel
10/17/07	From office to home	New York, NY	\$45.90	Vendor	E. Caplan
10/18/07	From office to home	New York, NY	\$19.38	Vendor	W. Wang
10/18/07	From office to home	New York, NY	\$11.00	Vendor	M. Frenkel
10/18/07	From office to home	New York, NY	\$31.62	Vendor	J. Hahn
10/18/07	From office to home	New York, NY	\$33.66	Vendor	E. Caplan
10/19/07	From office to home	New York, NY	\$28.56	Vendor	W. Wang
10/19/07	From office to home	New York, NY	\$10.50	Vendor	W. Shaw
10/19/07	From office to home	New York, NY	\$43.35	Vendor	J. Hahn
10/20/07	From office to home	New York, NY	\$28.56	Vendor	W. Wang
10/20/07	From office to home (wknd)	New York, NY	\$12.00	Vendor	M. Frenkel
10/20/07	From home to office (wknd)	New York, NY	\$9.00	Vendor	M. Frenkel
10/21/07	From home to office	New York, NY	\$74.46	Vendor	W. Wang
10/21/07	From office to home	New York, NY	\$10.00	Vendor	M. Frenkel
10/22/07	From office to home	New York, NY	\$10.00	Vendor	W. Shaw
10/22/07	From office to home	New York, NY	\$77.52	Vendor	T. Dang
10/22/07	From office to home	New York, NY	\$9.00	Vendor	M. Frenkel
10/23/07	From office to home	New York, NY	\$39.78	Vendor	W. Wang
10/23/07	From office to home 1:30 a.m.	New York, NY	\$28.56	Vendor	W. Wang
10/23/07	From office to home	New York, NY	\$11.00	Vendor	W. Shaw
10/24/07	From meeting to office	New York, NY	\$31.62	Vendor	D. Resnick
10/24/07	From office to meeting	New York, NY	\$15.00	Vendor	W. Shaw
10/24/07	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
10/29/07	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
Total			\$5,619.20		

DELPHI CORPORATION

Hotel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
08/19/07	Zehnders Slash Village 1 night	Frankenmuth, MI	\$276.39	Vendor	J. Hahn
08/20/07	Zehnders Slash Village 1 night	Frankenmuth, MI	\$276.39	Vendor	J. Hahn
08/21/07	Zehnders Slash Village 1 night	Frankenmuth, MI	\$276.39	Vendor	J. Hahn
08/22/07	Zehnders Slash Village 1 night	Frankenmuth, MI	\$276.39	Vendor	J. Hahn
08/26/07	Zehnders Slash Village 1 night	Frankenmuth, MI	\$276.39	Vendor	J. Hahn
09/19/07	Residence Inn 1 night	Saginaw, MI	\$165.39	Vendor	E. Caplan
09/20/07	Westin 1 night	Detroit, MI	\$329.46	Vendor	D. Resnick
09/20/07	Residence Inn 1 night	Saginaw, MI	\$165.39	Vendor	E. Caplan
09/24/07	Double Tree 1 night	Bay City, MI	\$338.14	Vendor	E. Caplan
09/26/07	Double Tree 1 night	Bay City, MI	\$321.34	Vendor	E. Caplan
09/29/07	Mariott 1 night	Troy, MI	\$224.87	Vendor	E. Caplan
10/04/07	Mariott 1 night	Troy, MI	\$118.09	Vendor	E. Caplan
Total			\$3,044.63		

DELPHI CORPORATION

Miscellaneous Expense Breakdown

<u>Date</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of</u> <u>Computation</u>	<u>Incurred By</u>
<u>Incurred</u>					
Oct-07	Presentation materials	New York, NY	\$83.31	Kinko	Various
Oct-07	Presentation materials	New York, NY	\$38.62	Vendor	Various
Total			\$121.93		

DELPHI CORPORATION

Meal Expense Breakdown

Date	Description	City	Method of		Incurred By
			Cost	Computation	
11/10/06	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
08/21/07	Traveling meal (lunch)	Frankenmuth, MI	\$10.49	Vendor	J. Hahn
08/30/07	Traveling meal (b'fast)	Detorit, MI	\$9.38	Vendor	E. Caplan
08/30/07	Traveling meal (lunch)	Detorit, MI	\$30.00	Vendor	E. Caplan
08/31/07	Traveling meal (b'fast)	Detorit, MI	\$15.67	Vendor	E. Caplan
09/14/07	B'fast meeting	New York, NY	\$35.64	Vendor	D. Resnick & H. Miller
09/19/07	Traveling meal (b'fast)	New York, NY	\$4.42	Vendor	E. Caplan
09/20/07	Traveling meal (lunch)	New York, NY	\$20.00	Vendor	J. Hahn
09/20/07	Traveling meal (b'fast)	Saginaw, MI	\$3.50	Vendor	E. Caplan
09/20/07	Traveling meal (dinner)	Saginaw, MI	\$34.14	Vendor	E. Caplan
09/21/07	Traveling meal (lunch)	Detorit, MI	\$11.77	Vendor	J. Hahn
09/22/07	Traveling meal (b'fast)	Detorit, MI	\$2.89	Vendor	E. Caplan
09/23/07	Traveling meal (b'fast)	New York, NY	\$9.06	Vendor	E. Caplan
09/24/07	Working dinner	New York, NY	\$20.00	Vendor	I. Fayn
09/24/07	Working dinner	New York, NY	\$20.00	Vendor	I. Fayn
09/25/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
09/26/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
09/26/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
09/26/07	Traveling meal (dinner)	Detorit, MI	\$66.30	Vendor	J. Hahn
09/26/07	Traveling meal (dinner)	Bay City, MI	\$62.41	Vendor	E. Caplan
09/27/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
09/27/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
09/27/07	Traveling meal (b'fast)	New York, NY	\$3.48	Vendor	E. Caplan
09/27/07	Traveling meal (lunch)	New York, NY	\$7.77	Vendor	E. Caplan
09/27/07	Traveling meal (lunch)	Detorit, MI	\$30.38	Vendor	E. Caplan
09/28/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
09/29/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
09/30/07	Working b'fast (wknd)	New York, NY	\$9.05	Vendor	J. Hahn
09/30/07	Working dinner (wknd)	New York, NY	\$13.38	Vendor	J. Hahn
10/01/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
10/01/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/01/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/02/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/02/07	Lunch meeting	New York, NY	\$163.29	Vendor	Rothschild and Steering bidder
10/03/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/03/07	Working dinner	New York, NY	\$20.00	Vendor	I. Fayn
10/03/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn

DELPHI CORPORATION

Meal Expense Breakdown

Date	Description	City	Method of		Incurred By
			Cost	Computation	
10/04/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/04/07	Traveling meal (lunch)	Detroit, MI	\$10.92	Vendor	E. Caplan
10/05/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/05/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/05/07	Traveling meal (b'fast)	Troy, MI	\$9.69	Vendor	E. Caplan
10/06/07	Working dinner (wknd)	New York, NY	\$20.00	Vendor	W. Wang
10/06/07	Working dinner (wknd)	New York, NY	\$20.00	Vendor	W. Wang
10/06/07	Working dinner	New York, NY	\$14.52	Vendor	E. Caplan
10/07/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/08/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/08/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/09/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/09/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/10/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/10/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/11/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/11/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/12/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/13/07	Working b'fast (wknd)	New York, NY	\$2.09	Vendor	W. Wang
10/13/07	Working dinner (wknd)	New York, NY	\$20.00	Vendor	W. Wang
10/15/07	Working dinner	New York, NY	\$20.00	Vendor	M. Frenkel
10/15/07	Working dinner	New York, NY	\$20.00	Vendor	I. Fayn
10/16/07	Working dinner	New York, NY	\$20.00	Vendor	M. Frenkel
10/16/07	Working dinner	New York, NY	\$20.00	Vendor	R. Berzinji
10/16/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
10/16/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/17/07	Working dinner	New York, NY	\$16.57	Vendor	M. Frenkel
10/17/07	Working dinner	New York, NY	\$20.00	Vendor	R. Berzinji
10/17/07	Working dinner	Detroit, MI	\$20.00	Vendor	W. Wang
10/17/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/17/07	Working dinner	New York, NY	\$20.00	Vendor	I. Fayn
10/18/07	Working dinner	New York, NY	\$20.00	Vendor	M. Frenkel
10/19/07	Working dinner	New York, NY	\$20.00	Vendor	M. Frenkel
10/19/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
10/19/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/20/07	Working dinner	New York, NY	\$17.76	Vendor	M. Frenkel
10/20/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang

DELPHI CORPORATION

Meal Expense Breakdown

Date	Description	City	Method of		Incurred By
			Cost	Computation	
10/20/07	Working dinner (wknd)	New York, NY	\$20.00	Vendor	J. Hahn
10/20/07	Working lunch (wknd)	New York, NY	\$13.36	Vendor	J. Hahn
10/21/07	Working dinner	New York, NY	\$20.00	Vendor	M. Frenkel
10/21/07	Working dinner (wknd)	New York, NY	\$20.00	Vendor	W. Wang
10/21/07	Working lunch (wknd)	New York, NY	\$20.00	Vendor	W. Wang
10/21/07	Working dinner	New York, NY	\$10.19	Vendor	J. Hahn
10/21/07	Working dinner	New York, NY	\$10.18	Vendor	I. Fayn
10/22/07	Working dinner	New York, NY	\$20.00	Vendor	M. Frenkel
10/22/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
10/22/07	Working dinner	New York, NY	\$20.00	Vendor	R. Berzinji
10/22/07	Working dinner	New York, NY	\$20.00	Vendor	I. Fayn
10/22/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/23/07	Working dinner	New York, NY	\$11.20	Vendor	W. Wang
10/23/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/24/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/25/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/28/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/28/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
10/31/07	Working dinner	New York, NY	\$20.00	Vendor	E. Caplan
10/31/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
11/01/07	Working dinner	New York, NY	\$20.00	Vendor	I. Fayn
11/01/07	Working dinner	New York, NY	\$20.00	Vendor	M. Frenkel
11/04/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
11/05/07	Working dinner	New York, NY	\$20.00	Vendor	R. Berzinji
11/06/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
11/09/07	Working dinner	New York, NY	\$20.00	Vendor	R. Berzinji
			\$20.00	Vendor	W. Wang
Total			\$2,079.50		

DELPHI CORPORATION

Word Processing Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Oct-07	Word processing charge	New York, NY	\$237.50	Vendor	Various
Oct-07	Word processing charge	New York, NY	\$1,117.68	Vendor	Various
Oct-07	Word processing charge	New York, NY	\$25.00	Vendor	Various
Total			\$1,380.18		

DELPHI CORPORATION

Research/Database Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Oct-07	Research material	New York, NY	\$200.00	Vendor	W. Wang
Oct-07	Research material	New York, NY	\$100.00	Vendor	E. Caplan
Oct-07	Research material	New York, NY	\$50.00	Vendor	J. Hahn
Oct-07	Research material	New York, NY	\$100.00	Vendor	J. Hahn
10/04/07	Pacer	New York, NY	\$83.20	Vendor	Various
Oct-07	Research material	New York, NY	\$50.00	Vendor	W. Wang
Oct-07	Research material	New York, NY	\$50.00	Vendor	M. Frenkel
Oct-07	Research material	New York, NY	\$150.00	Vendor	M. Frenkel
Oct-07	Research material	New York, NY	\$100.00	Vendor	M. Frenkel
Oct-07	Research material	New York, NY	\$50.00	Vendor	M. Frenkel
Oct-07	Research material	New York, NY	\$100.00	Vendor	W. Wang
Oct-07	Research material	New York, NY	\$50.00	Vendor	M. Frenkel
Oct-07	Research material	New York, NY	\$50.00	Vendor	L. Bruch
10/30/07	Factiva	New York, NY	\$36.72	Vendor	Various
10/30/07	Factiva	New York, NY	\$75.55	Vendor	Various
Total			\$1,245.47		

DELPHI CORPORATION

Copy Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
Oct-07	Color copies	New York, NY	\$935.20	\$1.00 per page	Various
Oct-07	Black & white copies	New York, NY	\$71.70	\$0.10 per page	Various
Oct-07	Color Copies	New York, NY	\$655.20	\$1.00 per page	Various
Oct-07	Black & white copies	New York, NY	\$50.90	\$0.10 per page	Various
Oct-07	Black & white copies	New York, NY	\$2.40	\$0.10 per page	W. Cannon
Total			\$1,715.40		

DELPHI CORPORATION

Telephone/Communication Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurring					
08/31/07	Business call	Troy, MI	\$13.73	Vendor	E. Caplan
09/28/07	Outside fax	Pebble Beach, CA	\$7.00	Vendor	D. Resnick
09/29/07	Outside fax	Pebble Beach, CA	\$37.00	Vendor	D. Resnick
Total			\$57.73		

DELPHI CORPORATION

Courier Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurred					
09/28/07	Federal Express Corp.	New York NY	\$11.29	Vendor	W. Shaw
09/28/07	Federal Express Corp.	New York NY	\$14.40	Vendor	W. Shaw
09/28/07	Federal Express Corp.	New York NY	\$11.29	Vendor	W. Shaw
09/28/07	Federal Express Corp.	New York NY	\$11.29	Vendor	W. Shaw
09/28/07	Federal Express Corp.	New York NY	\$14.40	Vendor	W. Shaw
09/28/07	Federal Express Corp.	New York NY	\$11.29	Vendor	W. Shaw
09/28/07	Federal Express Corp.	New York NY	\$11.29	Vendor	W. Shaw
09/28/07	Federal Express Corp.	New York NY	\$11.29	Vendor	W. Shaw
09/28/07	Federal Express Corp.	New York NY	\$15.18	Vendor	W. Shaw
09/28/07	Federal Express Corp.	New York NY	\$11.29	Vendor	W. Shaw
10/01/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$14.34	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$14.34	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$15.12	Vendor	W. Shaw
10/31/07	Federal Express Corp.	New York NY	\$11.24	Vendor	W. Shaw
11/08/07	Federal Express Corp.	New York NY	\$154.89	Vendor	W. Wang
Total			\$411.62		

21 December 2007

David M. Sherbin, Esq.
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815



Dear David:

Enclosed please find our statement of fees for professional services rendered and expenses incurred by Rothschild Inc. for the period November 1, 2007 through November 30, 2007 (the "Statement"). This Statement has been prepared in accordance with the Order Under 11 U.S.C. 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 (the "Order"). The compensation owed Rothschild Inc. by Delphi Corporation is calculated pursuant to the Order and the Final Order Under 11 U.S.C. 327(a) and 328 Authorizing Employment and Retention of Rothschild Inc. as Financial Advisor and Investment Banker to Debtors dated November 30, 2005.

Please feel free to call me or David Resnick at (212) 403-5252 if you should have any questions regarding this invoice.

Very truly yours,

WRS/dgs
Enclosure:



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New York, NY 10004

Invoice

Invoice 1207 DLR DPH1

Date 21 December 2007



Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815

For the attention of David M. Sherbin, Esq., General Counsel

Monthly advisory fee: November 1, 2007 – November 30, 2007	\$250,000.00
80 percent of advisory fee:	X 0.80
	200,000.00
Out-of-Pocket expenses:	10,833.31
Total Due	\$210,833.31

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase Address	Account Name:	Rothschild Inc.
500 Stanton Christiana Road	Account Number:	0 045 42 212
Newark, DE 19713	ABA:	021000021

DELPHI CORPORATION

Summary of Out-of-Pocket Expenses

November 1, 2007 through November 30, 2007

Travel	\$	-
Taxis/Tolls/Parking		945.09
Hotel		-
Legal Fees		-
Miscellaneous		235.66
Meals		200.00
Word Processing		4,402.65
Copies		3,738.60
Research/Database		1,188.76
Telephone/Communications		122.55
Courier Services		-
Total	\$	10,833.31

DELPHI CORPORATION
Taxi/Tolls/Parking Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
09/16/07	From office to home (wknd)	New York, NY	\$10.00	Vendor	W. Wang
09/16/07	From home to office (wknd)	New York, NY	\$8.00	Vendor	W. Wang
10/04/07	From office to home	New York, NY	\$9.00	Vendor	W. Wang
10/05/07	From office to home	New York, NY	\$27.54	Vendor	E. Caplan
10/07/07	From office to home	New York, NY	\$13.00	Vendor	W. Wang
10/14/07	From office to home	New York, NY	\$52.53	Vendor	M. Shepko
10/14/07	From office to home	New York, NY	\$9.72	Vendor	J. Hahn
10/18/07	From office to home	New York, NY	\$10.00	Vendor	W. Wang
10/20/07	From office to home (wknd)	New York, NY	\$10.00	Vendor	W. Wang
10/20/07	Called back to office (wknd)	New York, NY	\$7.00	Vendor	W. Wang
10/20/07	From home to office (wknd)	New York, NY	\$14.00	Vendor	W. Wang
10/20/07	From office to home (wknd)	New York, NY	\$7.00	Vendor	W. Wang
10/25/07	From office to home	New York, NY	\$26.52	Vendor	J. Hahn
10/26/07	From office to home	New York, NY	\$10.00	Vendor	J. Hahn
10/27/07	From office to home (wknd)	New York, NY	\$27.00	Vendor	W. Wang
10/27/07	From home to office (wknd)	New York, NY	\$13.00	Vendor	W. Wang
10/28/07	From office to home (wknd)	New York, NY	\$10.00	Vendor	W. Wang
10/31/07	From office to home	New York, NY	\$34.68	Vendor	W. White
11/01/07	From office to home	New York, NY	\$26.52	Vendor	D. Resnick
11/01/07	From office to home	New York, NY	\$31.62	Vendor	J. Hahn
11/02/07	From office to home	New York, NY	\$15.00	Vendor	W. Wang
11/02/07	From office to home	New York, NY	\$26.52	Vendor	J. Hahn
11/03/07	From office to home	New York, NY	\$33.66	Vendor	E. Caplan
11/03/07	From office to home	New York, NY	\$10.10	Vendor	J. Hahn
11/05/07	From office to home 3:00 a.m.	New York, NY	\$45.90	Vendor	W. Wang
11/05/07	From office to home	New York, NY	\$46.92	Vendor	W. Wang
11/05/07	From meeting to home	New York, NY	\$61.20	Vendor	D. Resnick
11/08/07	From office to home	New York, NY	\$31.62	Vendor	W. Wang
11/09/07	From office to home	New York, NY	\$45.90	Vendor	W. Wang
11/10/07	From office to home	New York, NY	\$39.78	Vendor	W. Wang
11/11/07	From office to home (wknd)	New York, NY	\$9.00	Vendor	W. Wang
11/11/07	From home to office (wknd)	New York, NY	\$29.58	Vendor	W. Wang
11/13/07	From office to home	New York, NY	\$58.65	Vendor	N. Bouyea

DELPHI CORPORATION
Taxi/Tolls/Parking Expense Breakdown

<u>Date</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
<u>Incurred</u>					
11/13/07	From office to home	New York, NY	\$46.92	Vendor	W. Wang
11/14/07	From office to home	New York, NY	\$58.65	Vendor	N. Bouyea
11/14/07	From office to home	New York, NY	\$28.56	Vendor	W. Wang
Total			\$945.09		

DELPHI CORPORATION

Miscellaneous Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Nov-07	Presentation materials	New York, NY	\$200.26	Vendor	Various
Nov-07	Presentation materials	New York, NY	\$3.66	Vendor	J. Hahn
Nov-07	Presentation materials	New York, NY	\$31.74	Vendor	R. Chorazy
Total			\$235.66		

DELPHI CORPORATION

Meal Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
11/01/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
11/01/07	Working dinner	New York, NY	\$20.00	Vendor	I. Fayn
11/02/07	Working dinner	New York, NY	\$20.00	Vendor	J. Hahn
11/12/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
11/13/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
11/14/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
11/15/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
11/15/07	Working dinner	New York, NY	\$20.00	Vendor	I. Fayn
11/16/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
11/17/07	Working dinner	New York, NY	\$20.00	Vendor	W. Wang
Total			\$200.00		

DELPHI CORPORATION

Word Processing Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurring					
Nov-07	Word processing charge	New York, NY	\$4,115.57	Vendor	Various
Nov-07	Word processing charge	New York, NY	\$199.58	Vendor	Various
Nov-07	Word processing charge	New York, NY	\$87.50	Vendor	Various
Total			\$4,402.65		

DELPHI CORPORATION

Copy Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Nov-07	Color copies	New York, NY	\$2,931.90	\$1.00 per page	Various
Nov-07	Black & white copies	New York, NY	\$44.80	\$0.10 per page	Various
Nov-07	Color copies	New York, NY	\$113.00	\$1.00 per page	Various
Nov-07	Black & white copies	New York, NY	\$5.10	\$0.10 per page	Various
Nov-07	Color copies	New York, NY	\$642.00	\$1.00 per page	R. Chorazy
Nov-07	Black & white copies	New York, NY	\$1.80	\$0.10 per page	W. Cannon
Total			\$3,738.60		

DELPHI CORPORATION

Research/Database Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Nov-07	Research material	New York, NY	\$150.00	Vendor	W. Wang
Nov-07	Research material	New York, NY	\$100.00	Vendor	R. Berzinji
Nov-07	Research material	New York, NY	\$750.00	Vendor	W. Wang
Nov-07	Research material	New York, NY	\$100.00	Vendor	W. Wang
10/31/07	Global Securities	New York, NY	\$38.76	Vendor	Various
Nov-07	Research material	New York, NY	\$50.00	Vendor	E. Caplan
Total			\$1,188.76		

DELPHI CORPORATION

Telephone/Communication Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/05/07	Conference call	New York, NY	\$23.30	Vendor	J. Hahn & 8 parties
10/08/07	Conference call	New York, NY	\$14.34	Vendor	J. Hahn & 6 parties
10/09/07	Conference call	New York, NY	\$9.51	Vendor	J. Hahn & 8 parties
10/17/07	Conference call	New York, NY	\$51.66	Vendor	E. Caplan & 8 parties
10/17/07	Conference call	New York, NY	\$16.66	Vendor	J. Hahn & 6 parties
10/26/07	Conference call	New York, NY	\$7.08	Vendor	J. Hahn & 5 parties
Total			\$122.55		

31 January 2008

David M. Sherbin, Esq.
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815



Dear David:

Enclosed please find our statement of fees for professional services rendered and expenses incurred by Rothschild Inc. for the period December 1, 2007 through December 31, 2007 (the "Statement"). This Statement has been prepared in accordance with the Order Under 11 U.S.C. 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 (the "Order"). The compensation owed Rothschild Inc. by Delphi Corporation is calculated pursuant to the Order and the Final Order Under 11 U.S.C. 327(a) and 328 Authorizing Employment and Retention of Rothschild Inc. as Financial Advisor and Investment Banker to Debtors dated November 30, 2005.

Please feel free to call me or David Resnick at (212) 403-5252 if you should have any questions regarding this invoice.

Very truly yours,

WRS/dgs
Enclosure:

Rothschild Inc.
1251 Avenue of the Americas
New York, NY 10020
www.rothschild.com

William R. Shaw
Director
Telephone (212) 403-5221
Facsimile (212) 403-5454
Email david.resnick@us.rothschild.com



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Invoice

Invoice 0108 DLR DPH1

Date 31 January 2008



Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815

For the attention of David M. Sherbin, Esq., General Counsel

Monthly advisory fee: December 1, 2007 – December 31, 2007	\$250,000.00
80 percent of advisory fee:	X 0.80
	200,000.00
Out-of-Pocket expenses:	10,930.32
Total Due	\$210,930.32

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase Address	Account Name:	Rothschild Inc.
500 Stanton Christiana Road	Account Number:	0 045 42 212
Newark, DE 19713	ABA:	021000021

DELPHI CORPORATION

Summary of Out-of-Pocket Expenses

Decemberr 1, 2007 through December 31, 2007

Travel	\$	157.14
Taxis/Tolls/Parking		987.09
Hotel		-
Legal Fees		3,382.99
Miscellaneous		103.65
Meals		615.23
Word Processing		2,169.15
Copies		919.30
Research/Database		2,223.76
Telephone/Communications		-
Courier Services		<u>372.01</u>
Total	\$	10,930.32

DELPHI CORPORATION

Travel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation Vendor	Incurred By
12/11/07	Detroit/Toronto	New York, NY	\$157.14		W. Shaw
Total			\$157.14		

DELPHI CORPORATION **Taxi/Tolls/Parking Expense Breakdown**

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
09/29/07	From office to home	New York, NY	\$10.50	Vendor	J. Hahn
10/04/07	From office to home	New York, NY	\$8.00	Vendor	D. Resnick
11/08/07	From office to home	New York, NY	\$12.00	Vendor	E. Caplan
11/16/07	From office to home	New York, NY	\$26.52	Vendor	D. Resnick
11/17/07	From office to home (wknd)	New York, NY	\$36.72	Vendor	W. Wang
11/17/07	From office to home (wknd)	New York, NY	\$32.64	Vendor	W. Wang
11/17/07	From home to office (wknd)	New York, NY	\$41.82	Vendor	W. Wang
11/18/07	From office to home	New York, NY	\$118.32	Vendor	W. Shaw
11/19/07	From home to meeting	Chatham, NJ	\$26.52	Vendor	D. Resnick
11/20/07	From office to home	New York, NY	\$28.56	Vendor	W. Wang
11/21/07	From office to home	New York, NY	\$52.53	Vendor	M. Shepko
11/25/07	From office to home	New York, NY	\$28.00	Vendor	D. Resnick
11/25/07	From office to meeting	New York, NY	\$10.30	Vendor	D. Resnick
11/26/07	From office to meeting	New York, NY	\$28.56	Vendor	W. Wang
11/28/07	From office to home	New York, NY	\$38.25	Vendor	J. Hahn
12/08/07	From office to home	New York, NY	\$27.54	Vendor	J. Hahn
12/12/07	From office to home	New York, NY	\$92.31	Vendor	A. Pearson
12/14/07	From office to home	New York, NY	\$161.67	Vendor	M. Frenkel
12/15/07	From office to home	New York, NY	\$55.59	Vendor	M. Shepko
12/16/07	From office to home	New York, NY	\$28.56	Vendor	W. Wang
12/16/07	From office to home	New York, NY	\$11.00	Vendor	D. Resnick
12/18/07	From office to home	New York, NY	\$35.70	Vendor	D. Resnick
12/18/07	From home to office for early meeting	New York, NY	\$37.74	Vendor	R. Berzinji
12/20/07	From office to home	New York, NY	\$37.74	Vendor	R. Berzinji
12/21/07	From office to home	New York, NY	\$37.74	Vendor	R. Berzinji
Total			\$987.09		

DELPHI CORPORATION

Legal Fee Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
10/17/07	Debevoise & Plimpton	New York, NY	\$3,382.99	Vendor	Various
Total			\$3,382.99		

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1103379

October 17, 2007

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Matter Number: 21689.1038

For Professional Services and Advice rendered from September 1, 2007 through September 30, 2007 in connection
with ORACLE

Date	Timekeeper	Narrative	Hours	Amount
09/10/07	M Wiles	T. MAC re Delphi issues.	0.20	185.00
09/24/07	M Wiles	Review and respond to MAC question regarding Delphi and Togut request for tolling agreement (.3).	0.30	277.50
09/24/07	M Cronin	Attn to tolling stipulation and calls re same	0.60	342.00
09/25/07	M Wiles	E-mail MAC re discussions with Togut and other professionals re tolling agreement issue (.1).	0.10	92.50
09/25/07	M Cronin	Call w/ Togut and call to Skadden re tolling agreement and email w/ MEW re same	0.50	285.00
09/26/07	M Wiles	Delphi: review MAC e-mail re payments and Togut request for tolling agreement, suggested response to same (.3); review schedule of payments (.2); e-mails MAC and Richard Hahn re same and re Togut request for tolling agreement (.2).	0.70	647.50
09/26/07	M Cronin	Attn to discussions re tolling ag; review of payment data; emails w/ MEW, RFH and Rothschild re same; review of other professionals payment structure	2.00	1,140.00
09/27/07	M Wiles	E-mails MAC re her discussions with Togut and position to take re tolling agreement request.	0.20	185.00
09/27/07	M Cronin	Attn to emails and review of preference issue w/ MEW	0.20	114.00
09/28/07	M Cronin	Attn to call and email re tolling agreement	0.20	114.00
Hours / Amount:			5.00	\$3,382.50

	Amount
Disbursement & Other Charges:	
Telephone Toll Calls	0.49
Disbursement Total:	\$0.49
 Total this Matter :	 \$3,382.99

Timekeeper Summary

Timekeeper	Hours	Billed Per Hour	Amount
PARTNER			
Michael E. Wiles	1.50	925.00	1,387.50
TOTAL FOR PARTNER	1.50		\$1,387.50
ASSOCIATE			
Maureen A. Cronin	3.50	570.00	1,995.00
TOTAL FOR ASSOCIATE	3.50		\$1,995.00

919 Third Avenue
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Invoice Number: 1103379

October 17, 2007

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Remittance Summary
(Payment Due Upon Receipt)

Total Fees	\$3,382.50
Document Preparation, Communication, Other Charges and Disbursements	<u>0.49</u>
Total Amount Due	<u>\$3,382.99</u>

Remit Payment By:

Check

Debevoise & Plimpton LLP
Accounting Department, 28th Floor
919 Third Avenue
New York, N.Y 10022

Wire Transfer

Citibank, N.A., New York, N.Y
ABA # 021000089
Account # 4919-9225
Invoice No.: 1103379

Tax Identification Number 13 - 5537279

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Client / Matter Name: ROTHSCHILD RESTRUCTURING ENGAGEMENTS - ORACLE

Client / Matter Number: 21689.1038

Period Covered: September 1, 2007 through September 30, 2007

Billing Partner: Richard F. Hahn

Reviewing Partner: Debevoise & Plimpton

October 17, 2007

Client : ROTHSCHILD RESTRUCTURING ENGAGEMENTS

Invoice No.: 1103379

Total Fees	\$3,382.50
Document Preparation, Communication, Other Charges and Disbursements	<u>0.49</u>
Total Amount Due	<u>\$3,382.99</u>

DELPHI CORPORATION

Miscellaneous Expense Breakdown

<u>Date</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
<u>Incurring</u>					
Dec-07	Presentation materials	New York, NY	\$47.34	Vendor	Various
Dec-07	Presentation materials	New York, NY	\$56.31	Vendor	Various
Total			\$103.65		

DELPHI CORPORATION

Meal Expense Breakdown

Date	Description	City	Cost	Method of		Incurred By
				Computation		
12/05/06	Working dinner	New York, NY	\$20.00	Vendor		I. Fayn
11/25/07	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
11/29/07	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
12/06/07	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
12/06/07	Working dinner	New York, NY	\$20.00	Vendor		I. Fayn
12/07/07	Working dinner	New York, NY	\$17.84	Vendor		W. Shaw
12/08/07	Working lunch (wknd)	New York, NY	\$20.00	Vendor		I. Fayn
12/08/07	Working dinner (wknd)	New York, NY	\$20.00	Vendor		I. Fayn
12/08/07	Working dinner	New York, NY	\$20.00	Vendor		J. Hahn
12/08/07	Working dinner	New York, NY	\$18.74	Vendor		E. Caplan
12/10/07	Working dinner	New York, NY	\$20.00	Vendor		J. Hahn
12/11/07	Working dinner	New York, NY	\$20.00	Vendor		I. Fayn
12/11/07	Working dinner	New York, NY	\$20.00	Vendor		J. Hahn
12/14/07	Working dinner	New York, NY	\$20.00	Vendor		I. Fayn
12/14/07	Working dinner	New York, NY	\$18.82	Vendor		J. Hahn
12/16/07	Working dinner	New York, NY	\$20.00	Vendor		M. Frenkel
12/16/07	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
12/17/07	Working dinner	New York, NY	\$20.00	Vendor		I. Fayn
12/18/07	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
12/18/07	Working dinner	New York, NY	\$20.00	Vendor		J. Hahn
12/18/07	Working dinner	New York, NY	\$20.00	Vendor		I. Fayn
12/19/07	Working dinner	New York, NY	\$20.00	Vendor		M. Frenkel
12/19/07	Working dinner	New York, NY	\$20.00	Vendor		W. Shaw
12/19/07	Working dinner	New York, NY	\$20.00	Vendor		R. Berzinji
12/19/07	Working dinner	New York, NY	\$20.00	Vendor		J. Hahn
12/19/07	Working dinner	New York, NY	\$20.00	Vendor		I. Fayn
12/20/07	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
12/20/07	Working dinner	New York, NY	\$20.00	Vendor		R. Berzinji
12/20/07	Working dinner	New York, NY	\$20.00	Vendor		J. Hahn
12/20/07	Working dinner	New York, NY	\$20.00	Vendor		I. Fayn
12/21/07	Working dinner	New York, NY	\$19.83	Vendor		M. Frenkel
Total			\$615.23			

DELPHI CORPORATION

Word Processing Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurring					
Dec-07	Word processing charge	New York, NY	\$1,745.82	Vendor	Various
Dec-07	Word processing charge	New York, NY	\$423.33	Vendor	Various
Total			\$2,169.15		

DELPHI CORPORATION

Copy Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Dec-07	Black & white copies	New York, NY	\$539.10	\$0.10 per page	Various
Dec-07	Color copies	New York, NY	\$379.80	\$0.10 per page	Various
Dec-07	Black & white copies	New York, NY	\$0.40	\$0.10 per page	W. Cannon
Total			\$919.30		

DELPHI CORPORATION

Research/Database Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
11/30/07	Global Securities	New York, NY	\$459.27	Vendor	Various
12/01/07	Factiva	New York, NY	\$31.71	Vendor	Various
12/01/07	Factiva	New York, NY	\$31.40	Vendor	Various
12/01/07	Thomson	New York, NY	\$100.85	Vendor	Various
12/01/07	Thomson	New York, NY	\$13.24	Vendor	Various
12/01/07	Thomson	New York, NY	\$4.61	Vendor	Various
12/01/07	Factiva	New York, NY	\$107.06	Vendor	Various
12/01/07	Factiva	New York, NY	\$23.35	Vendor	Various
12/01/07	Thomson	New York, NY	\$403.87	Vendor	Various
12/01/07	Thomson	New York, NY	\$274.48	Vendor	Various
12/01/07	Thomson	New York, NY	\$27.66	Vendor	Various
12/01/07	Thomson	New York, NY	\$39.72	Vendor	Various
12/01/07	Thomson	New York, NY	\$6.54	Vendor	Various
Dec-07	Research material	New York, NY	\$300.00	Vendor	W. Wang
Dec-07	Research material	New York, NY	\$50.00	Vendor	W. Wang
Dec-07	Research material	New York, NY	\$50.00	Vendor	W. Wang
Dec-07	Research material	New York, NY	\$100.00	Vendor	E. Caplan
Dec-07	Research material	New York, NY	\$50.00	Vendor	E. Caplan
Dec-07	Research material	New York, NY	\$150.00	Vendor	E. Caplan
Total			\$2,223.76		

DELPHI CORPORATION

Courier Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
11/18/07	Deluxe System	New York NY	\$22.50	Vendor	Various
11/30/07	Federal Express Corp.	New York NY	\$11.49	Vendor	W. Shaw
11/30/07	Federal Express Corp.	New York NY	\$11.49	Vendor	W. Shaw
11/30/07	Federal Express Corp.	New York NY	\$11.49	Vendor	W. Shaw
11/30/07	Federal Express Corp.	New York NY	\$15.45	Vendor	W. Shaw
11/30/07	Federal Express Corp.	New York NY	\$11.49	Vendor	W. Shaw
11/30/07	Federal Express Corp.	New York NY	\$14.66	Vendor	W. Shaw
11/30/07	Federal Express Corp.	New York NY	\$11.49	Vendor	W. Shaw
11/30/07	Federal Express Corp.	New York NY	\$14.66	Vendor	W. Shaw
11/30/07	Federal Express Corp.	New York NY	\$11.49	Vendor	W. Shaw
11/30/07	Federal Express Corp.	New York NY	\$11.49	Vendor	W. Shaw
12/20/07	Federal Express Corp.	New York NY	\$24.84	Vendor	W. Wang
12/21/07	Federal Express Corp.	New York NY	\$14.78	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$11.59	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$11.59	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$11.59	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$11.59	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$11.59	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$11.59	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$14.78	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$15.58	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$11.59	Vendor	W. Shaw
12/21/07	Federal Express Corp.	New York NY	\$73.20	Vendor	W. Shaw
Total			\$372.01		

29 February 2008

David M. Sherbin, Esq.
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815



Dear David:

Enclosed please find our statement of fees for professional services rendered and expenses incurred by Rothschild Inc. for the period January 1, 2008 through January 25, 2008 (the "Statement"). This Statement has been prepared in accordance with the Order Under 11 U.S.C. 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 (the "Order"). The compensation owed Rothschild Inc. by Delphi Corporation is calculated pursuant to the Order and the Final Order Under 11 U.S.C. 327(a) and 328 Authorizing Employment and Retention of Rothschild Inc. as Financial Advisor and Investment Banker to Debtors dated November 30, 2005.

Please feel free to call me or David Resnick at (212) 403-5252 if you should have any questions regarding this invoice.

Very truly yours,

WRS/dgs
Enclosure:

Rothschild Inc.
1251 Avenue of the Americas
New York, NY 10020
www.rothschild.com

William R. Shaw
Director
Telephone (212) 403-5221
Facsimile (212) 403-5454
Email david.resnick@us.rothschild.com



DISTRIBUTION LIST

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Skadden, Arps, Slate, Meagher & Flom LLP
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Chicago, Illinois 60606

Alicia M. Leonhard, Esq.
Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street, Suite 2100
New York, New York 10004

Robert J. Rosenberg, Esq.
Latham & Watkins LLP
885 Third Avenue
New York, New York 10022-4802

Kenneth S. Ziman, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, New York 10017

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Davis Polk & Wardell
450 Lexington Avenue
New York, New York 10017

Brian Resnick, Esq.
Davis Polk & Wardell
450 Lexington Avenue
New York, New York 10017

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GE Plastics, Americas
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Huntersville, NC 28078

John J. Marquess, Esq.
Legal Cost Control, Inc.
255 Kings Highway East
Haddonfield, NJ 08033

Bonnie Steingart, Esq.
Fried, Frank, Harris, Shriver & Jacobson LLP
One New York Plaza
New York, NY 10004

Invoice

Invoice 0208 DLR DPH1

Date 29 February 2008



Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815

For the attention of David M. Sherbin, Esq., General Counsel

Monthly advisory fee: January 1, 2008 – January 25, 2008 (\$250,000 pro-rated)	\$201,612.90
80 percent of advisory fee:	X 0.80
	161,290.32
Out-of-Pocket expenses:	12,169.84
Total Due	\$173,460.16

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase Address 500 Stanton Christiana Road Newark, DE 19713	Account Name: Rothschild Inc. Account Number: 0 045 42 212 ABA: 021000021
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DELPHI CORPORATION

Summary of Out-of-Pocket Expenses

January 1, 2008 through January 25, 2008

Travel	\$	3,310.00
Taxis/Tolls/Parking		1,619.46
Hotel		452.58
Legal Fees		2,411.27
Miscellaneous		92.90
Meals		519.46
Word Processing		531.68
Copies		519.90
Research/Database		1,688.66
Telephone/Communications		1,023.93
Courier Services		<u>-</u>
Total	\$	12,169.84

DELPHI CORPORATION

Travel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/31/07	Newark/Ft. Lauderdale	New York, NY	\$265.00	Vendor	E. Caplan
01/04/08	NY/Detroit/NY	New York, NY	\$1,349.00	Vendor	W. Shaw
01/06/08	Newark/Saginaw/Detroit	New York, NY	\$933.00	Vendor	E. Caplan
01/07/08	Detroit/NY	New York, NY	\$179.50	Vendor	E. Caplan
01/09/08	Saginaw/Detroit/NY	New York, NY	\$404.00	Vendor	E. Caplan
01/09/08	Detroit/NY	New York, NY	\$179.50	Vendor	E. Caplan
Total			\$3,310.00		

DELPHI CORPORATION
Taxi/Tolls/Parking Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/06/07	From office to home	New York, NY	\$8.00	Vendor	W. Wang
10/19/07	From office to home	New York, NY	\$36.78	Vendor	W. Wang
10/20/07	From home to office (wknd)	New York, NY	\$8.00	Vendor	W. Wang
10/20/07	From office to home (wknd)	New York, NY	\$9.00	Vendor	W. Wang
10/21/07	From home to office (wknd)	New York, NY	\$6.00	Vendor	W. Wang
10/26/07	From office to home	New York, NY	\$8.00	Vendor	W. Wang
11/02/07	From office to home	New York, NY	\$7.00	Vendor	W. Wang
11/02/07	Called back to office	New York, NY	\$8.00	Vendor	W. Wang
11/02/07	From office to home	New York, NY	\$13.00	Vendor	W. Shaw
11/11/07	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
11/12/07	From office to home	New York, NY	\$10.50	Vendor	W. Shaw
11/18/07	From home to office (wknd)	New York, NY	\$10.00	Vendor	W. Wang
11/18/07	From office to home (wknd)	New York, NY	\$7.00	Vendor	W. Wang
11/21/07	From office to home	New York, NY	\$31.62	Vendor	D. Resnick
11/25/07	From home to office (wknd)	New York, NY	\$39.78	Vendor	D. Resnick
11/27/07	From office to home	New York, NY	\$7.00	Vendor	W. Shaw
11/30/07	From office to meeting	New York, NY	\$12.00	Vendor	W. Shaw
12/02/07	From home to office (wknd)	New York, NY	\$7.00	Vendor	W. Wang
12/02/07	From office to home (wknd)	New York, NY	\$12.00	Vendor	W. Wang
12/06/07	From office to hearing	New York, NY	\$11.00	Vendor	W. Shaw
12/07/07	From office to home	New York, NY	\$13.00	Vendor	W. Shaw
12/09/07	From home to office (wknd)	New York, NY	\$5.00	Vendor	W. Wang
12/09/07	From office to home	New York, NY	\$11.00	Vendor	W. Wang
12/13/07	From office to home	New York, NY	\$16.56	Vendor	E. Caplan
12/15/07	From office to home	New York, NY	\$9.00	Vendor	W. Wang
12/18/07	From office to home	New York, NY	\$81.91	Vendor	T. Miller
12/20/07	From office to home	New York, NY	\$9.00	Vendor	W. Wang
12/20/07	From office to home	New York, NY	\$92.31	Vendor	A. Pearson
12/20/07	From office to court	New York, NY	\$12.00	Vendor	W. Shaw
12/20/07	From office to home	New York, NY	\$27.54	Vendor	D. Resnick
12/21/07	From office to home	New York, NY	\$81.91	Vendor	T. Miller
12/21/07	From office to home	New York, NY	\$99.45	Vendor	A. Pearson
12/21/07	From office to home	New York, NY	\$155.55	Vendor	M. Frenkel

DELPHI CORPORATION
Taxi/Tolls/Parking Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/22/07	From home to office (wknd)	New York, NY	\$5.00	Vendor	W. Wang
12/22/07	From office to home (wknd)	New York, NY	\$9.00	Vendor	W. Wang
12/23/07	From office to home (wknd)	New York, NY	\$8.00	Vendor	W. Wang
01/03/08	From office to home	New York, NY	\$12.00	Vendor	W. Shaw
01/04/08	From meeting to airport	Detroit, MI	\$93.00	Vendor	W. Shaw
01/04/08	From airport to meeting	Detroit, MI	\$86.00	Vendor	W. Shaw
01/06/08	From home to office (wknd)	New York, NY	\$8.00	Vendor	W. Wang
01/06/08	Rental car used during trip	Saginaw, MI	\$141.46	Vendor	E. Caplan
01/06/08	From home to airport	New York, NY	\$76.50	Vendor	E. Caplan
01/07/08	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
01/08/08	From office to meeting	New York, NY	\$7.00	Vendor	W. Shaw
01/08/08	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
01/08/08	From office to home	New York, NY	\$27.54	Vendor	D. Resnick
01/09/08	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
01/10/08	Rental car used during trip	Saginaw, MI	\$191.45	Vendor	E. Caplan
01/11/08	From office to home	New York, NY	\$22.00	Vendor	D. Resnick
01/22/08	From office to meeting	New York, NY	\$30.60	Vendor	W. Shaw
Total			\$1,619.46		

DELPHI CORPORATION

Hotel Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurring					
01/06/08	Double Tree 1 night	Bay City, MI	\$123.12	Vendor	E. Caplan
01/09/08	Westin 1 night	Detroit, MI	\$329.26	Vendor	E. Caplan
Total			\$452.38		

DELPHI CORPORATION

Legal Fee Expense Breakdown

<u>Date</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
<u>Incurred</u> 12/19/07	Debevoise & Plimpton	New York, NY	\$884.70	Vendor	Various
01/28/08	Debevoise & Plimpton	New York, NY	\$1,526.57	Vendor	Various
Total			\$2,411.27		

DEBEVOISE & PLIMPTON LLP

117 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Client / Matter Name: ROTHSCHILD RESTRUCTURING ENGAGEMENTS - ORACLE

Client / Matter Number: 21689.1038

Period Covered: October 10, 2007 through November 30, 2007

Billing Partner: Richard F. Hahn

Reviewing Partner: Debevoise & Plimpton

December 17, 2007

Client : ROTHSCHILD RESTRUCTURING ENGAGEMENTS

Invoice No.: 1108976

Total Fees	\$443.70
Document Preparation, Communication, Other Charges and Disbursements	<u>441.00</u>
Total Amount Due	<u>\$884.70</u>

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1108976

December 17, 2007

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Remittance Summary
(Payment Due Upon Receipt)

Total Fees	\$443.70
Document Preparation, Communication, Other Charges and Disbursements	<u>441.00</u>
Total Amount Due	<u>\$884.70</u>

Remit Payment By:

Check

Debevoise & Plimpton LLP
Accounting Department, 28th Floor
919 Third Avenue
New York, N.Y 10022

Wire Transfer

Citibank, N.A., New York, N.Y
ABA # 021000089
Account # 4919-9225
Invoice No.: 1108976

Tax Identification Number 13 - 5537279

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1108976

December 17, 2007

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Matter Number: 21689.1038

For Professional Services and Advice rendered from October 10, 2007 through November 30, 2007 in connection
with ORACLE

Date	Timekeeper	Narrative	Hours	Amount
11/30/07	D Saunders	Electronic case filing in United States Bankruptcy Court, Southern District of New York of Sixth Interim Application of Rothchild Inc. for Compensation and Reimbursement of Expenses.	0.30	44.7
11/30/07	M Cronin	Attn to filing of fee application and service of same	0.70	399.0
Hours / Amount:			1.00	\$443.7

Disbursement & Other Charges: Amount

Duplicating 441.00

Disbursement Total: \$441.00

Total this Matter : \$884.70

ROTHSCHILD RESTRUCTURING ENGAGEMENTS 2

Timekeeper Summary

Timekeeper	Hours	Billed Per Hour	Amount
ASSOCIATE			
Maureen A. Cronin	0.70	570.00	399.00
TOTAL FOR ASSOCIATE	0.70		\$399.00
 MANAGING ATTY			
Dana L. Saunders	0.30	149.00	44.70
TOTAL FOR MANAGING ATTY	0.30		\$44.70

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Client / Matter Name: ROTHSCHILD RESTRUCTURING ENGAGEMENTS - ORACLE

Client / Matter Number: 21689.1038

Period Covered: November 1, 2007 through December 31, 2007

Billing Partner: Richard F. Hahn

Reviewing Partner: Debevoise & Plimpton

January 21, 2008

Client : ROTHSCHILD RESTRUCTURING ENGAGEMENTS

Invoice No.: 1111820

Total Fees	\$1,311.00
Document Preparation, Communication, Other Charges and Disbursements	<u>215.57</u>
Total Amount Due	<u>\$1,526.57</u>

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1111820

January 21, 2008

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Remittance Summary
(Payment Due Upon Receipt)

Total Fees	\$1,311.00
Document Preparation, Communication, Other Charges and Disbursements	<u>215.57</u>
Total Amount Due	<u>\$1,526.57</u>

Remit Payment By:

Check

Debevoise & Plimpton LLP
Accounting Department, 28th Floor
919 Third Avenue
New York, N.Y 10022

Wire Transfer

Citibank, N.A., New York, N.Y
ABA # 021000089
Account # 4919-9225
Invoice No.: 1111820

Tax Identification Number 13 - 5537279

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1111820

January 21, 2008

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Matter Number: 21689.1038

For Professional Services and Advice rendered from November 1, 2007 through December 31, 2007 in connection
with **ORACLE**

Date	Timekeeper	Narrative	Hours	Amount
12/04/07	M Cronin	Call w/ WS and email w/ RFH re same	0.30	171.00
12/05/07	M Cronin	Attn to supplemental declaration and emails re same	1.00	570.00
12/07/07	M Cronin	Revisions to 2nd Supplemental Declaration and emails re same	0.40	228.00
12/09/07	M Cronin	Attn to emails re Supp. Decl.	0.10	57.00
12/10/07	M Cronin	Attn to emails w/ WS	0.10	57.00
12/11/07	M Cronin	Attn to emails to supplemental declaration and revision to same	0.40	228.00
Hours / Amount:			2.30	\$1,311.00

Disbursement & Other Charges:	Amount
Administrative OT Expense	29.58
Federal Express, DHL & UPS deliveries	124.42
Secy/Steno Overtime Expense	61.57
Disbursement Total:	\$215.57

Total this Matter : \$1,526.57

Timekeeper Summary

Timekeeper	Hours	Billed Per Hour	Amount
ASSOCIATE			
Maureen A. Cronin	2.30	570.00	1,311.00
TOTAL FOR ASSOCIATE	2.30		\$1,311.00

DELPHI CORPORATION

Miscellaneous Expense Breakdown

<u>Date</u> <u>Incurring</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of</u> <u>Computation</u>	<u>Incurred By</u>
Jan-08	Presentation materials	New York, NY	\$81.74	Vendor	Various
Jan-08	Presentation materials	New York, NY	\$11.16	Vendor	Various
Total			\$92.90		

DELPHI CORPORATION

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation		Incurred By
12/06/07	Working dinner	New York, NY	\$20.00	Vendor		W. Shaw
01/03/08	Working dinner	New York, NY	\$20.00	Vendor		E. Caplan
01/04/08	Traveling mea (b'fast)	New York, NY	\$8.88	Vendor		W. Shaw
01/04/08	Traveling meal (dinner)	Detroit, MI	\$26.80	Vendor		W. Shaw
01/05/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/05/08	Working dinner	New York, NY	\$20.00	Vendor		R. Berzinji
01/06/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/07/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/07/08	Traveling meal (b'fast)	Detroit, MI	\$6.92	Vendor		E. Caplan
01/08/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/09/08	Working dinner	New York, NY	\$9.10	Vendor		D. Resnick
01/09/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/09/08	Traveling meal (dinner)	Detroit, MI	\$8.38	Vendor		E. Caplan
01/10/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/11/08	Working dinner	New York, NY	\$19.38	Vendor		D. Resnick
01/11/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/13/08	Working dinner	New York, NY	\$20.00	Vendor		M. Frenkel
01/13/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/13/08	Working dinner	New York, NY	\$20.00	Vendor		A. Sheen
01/13/08	Working dinner	New York, NY	\$20.00	Vendor		R. Berzinji
01/14/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/14/08	Working dinner	New York, NY	\$20.00	Vendor		M. Frenkel
01/14/08	Working dinner	New York, NY	\$20.00	Vendor		R. Berzinji
01/15/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/15/08	Working dinner	New York, NY	\$20.00	Vendor		R. Berzinji
01/16/08	Working dinner	New York, NY	\$20.00	Vendor		W. Wang
01/16/08	Working dinner	New York, NY	\$20.00	Vendor		M. Frenkel
01/16/08	Working dinner	New York, NY	\$20.00	Vendor		R. Berzinji
Total			\$519.46			

DELPHI CORPORATION

Word Processing Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Jan-08	Word processing charge	New York, NY	\$376.68	Vendor	Various
Jan-08	Word processing charge	New York, NY	\$155.00	Vendor	Various
Total			\$531.68		

DELPHI CORPORATION

Copy Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Jan-08	Black & white copies	New York, NY	\$138.70	\$0.10 per page	Various
Jan-08	Black & white copies	New York, NY	\$381.20	\$0.10 per page	J. Hahn
Total			\$519.90		

DELPHI CORPORATION

Research/Database Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/30/07	Thomson	New York, NY	\$190.90	Vendor	Various
12/31/07	Thomson	New York, NY	\$191.40	Vendor	Various
Jan-08	Research material	New York, NY	\$50.00	Vendor	M. Frenkel
Jan-08	Research material	New York, NY	\$50.00	Vendor	W. Wang
Jan-08	Research material	New York, NY	\$150.00	Vendor	M. Frenkel
Jan-08	Research material	New York, NY	\$150.00	Vendor	E. Caplan
Jan-08	Research material	New York, NY	\$200.00	Vendor	W. Wang
Jan-08	Research material	New York, NY	\$100.00	Vendor	W. Wang
Jan-08	Research material	New York, NY	\$150.00	Vendor	W. Wang
Jan-08	Research material	New York, NY	\$100.00	Vendor	W. Wang
Jan-08	Research material	New York, NY	\$50.00	Vendor	W. Wang
Jan-08	Research material	New York, NY	\$50.00	Vendor	M. Frenkel
10/30/07	Thomson	New York, NY	\$256.36	Vendor	Various
Total			\$1,688.66		

DELPHI CORPORATION

Telephone/Communication Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
09/02/07	Conference call	New York, NY	\$18.34	Vendor	J. Hahn & 3 parties
09/04/07	Conference call	New York, NY	\$29.50	Vendor	E. Caplan & 3 parties
09/04/07	Conference call	New York, NY	\$80.15	Vendor	J. Hahn & 10 parties
09/07/07	Conference call	New York, NY	\$35.61	Vendor	J. Hahn & 8 parties
09/07/07	Conference call	New York, NY	\$12.18	Vendor	J. Hahn & 3 parties
09/11/07	Conference call	New York, NY	\$11.32	Vendor	J. Hahn & 5 parties
09/11/07	Conference call	New York, NY	\$8.34	Vendor	J. Hahn & 4 parties
09/11/07	Conference call	New York, NY	\$15.84	Vendor	J. Hahn & 7 parties
09/17/07	Conference call	New York, NY	\$23.73	Vendor	J. Hahn & 6 parties
09/19/07	Conference call	New York, NY	\$22.37	Vendor	J. Hahn & 9 parties
09/20/07	Conference call	New York, NY	\$81.28	Vendor	J. Hahn & 14 parties
09/21/07	Conference call	New York, NY	\$18.17	Vendor	J. Hahn & 7 parties
09/24/07	Conference call	New York, NY	\$25.55	Vendor	J. Hahn & 3 parties
09/24/07	Conference call	New York, NY	\$14.63	Vendor	J. Hahn & 4 parties
09/24/07	Conference call	New York, NY	\$63.63	Vendor	E. Caplan & 6 parties
09/25/07	Conference call	New York, NY	\$41.14	Vendor	E. Caplan & 1 party
09/25/07	Conference call	New York, NY	\$21.14	Vendor	E. Caplan & 1 party
09/25/07	Conference call	New York, NY	\$23.82	Vendor	J. Hahn & 4 parties
09/25/07	Conference call	New York, NY	\$31.47	Vendor	J. Hahn & 7 parties
09/25/07	Conference call	New York, NY	\$127.23	Vendor	J. Hahn & 12 parties
09/26/07	Conference call	New York, NY	\$3.76	Vendor	J. Hahn & 2 parties
09/26/07	Conference call	New York, NY	\$17.95	Vendor	J. Hahn & 6 parties
09/26/07	Conference call	New York, NY	\$67.38	Vendor	J. Hahn & 16 parties
09/27/07	Conference call	New York, NY	\$16.79	Vendor	J. Hahn & 6 parties
09/28/07	Conference call	New York, NY	\$6.95	Vendor	J. Hahn & 4 parties
11/05/07	Conference call	New York, NY	\$7.81	Vendor	W. Shaw & 8 parties
11/08/07	Conference call	New York, NY	\$4.46	Vendor	W. Shaw & 2 parties
11/08/07	Conference call	New York, NY	\$13.11	Vendor	W. Shaw & 4 parties
11/17/07	Conference call	New York, NY	\$15.90	Vendor	W. Shaw & 6 parties
11/24/07	Conference call	New York, NY	\$15.69	Vendor	W. Shaw & 4 parties
12/07/07	Conference call	New York, NY	\$26.54	Vendor	J. Hahn & 8 parties

DELPHI CORPORATION

Telephone/Communication Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/12/07	Conference call	New York, NY	\$3.27	Vendor	I. Fayn & 2 parties
12/13/07	Conference call	New York, NY	\$9.13	Vendor	J. Hahn & 4 parties
12/17/07	Conference call	New York, NY	\$35.02	Vendor	W. Shaw & 7 parties
12/18/07	Conference call	New York, NY	\$4.17	Vendor	W. Shaw & 4 parties
12/18/07	Conference call	New York, NY	\$1.62	Vendor	W. Shaw & 3 parties
12/19/07	Conference call	New York, NY	\$2.74	Vendor	W. Shaw & 3 parties
12/19/07	Conference call	New York, NY	\$51.24	Vendor	J. Hahn & 8 parties
12/28/07	Conference call	New York, NY	\$3.80	Vendor	D. Resnick & 4 parties
12/31/07	Conference call	New York, NY	\$11.16	Vendor	J. Hahn & 4 parties
Total			\$1,023.93		

Invoice

Invoice 0208 DLR DPH3

Date 29 February 2008



Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815

For the attention of David M. Sherbin, Esq., General Counsel

Transaction Fee: Project Inside – Sale of Interiors Business – Instrument Panels and Consoles, Cockpits, Door Modules and Latching Systems business	\$4,000,000.00
Total Due	\$4,000,000.00

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase Address 500 Stanton Christiana Road Newark, DE 19713	Account Name: Rothschild Inc. Account Number: 0 045 42 212 ABA: 021000021
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Invoice

Invoice 1208 A DLR DPH1

Date 2 December 2008



Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815

For the attention of David M. Sherbin, Esq., General Counsel

One half of Completion Fee:	\$7,500,000.00
Total Due	\$7,500,000.00

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase Address 500 Stanton Christiana Road Newark, DE 19713	Account Name: Rothschild Inc. Account Number: 0 045 42 212 ABA: 021000021
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Invoice

Invoice 0909 DLR DPH1

Date 9 September 2009

Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815



For the attention of David M. Sherbin, Esq., General Counsel

Remaining half of Completion Fee:	\$7,500,000.00
Agreed upon Steering Division Fee:	2,000,000.00
Monthly advisory fee: June 1, 2009 – June 30, 2009	250,000.00
Monthly advisory fee: July 1, 2009 – July 31, 2009	250,000.00
Monthly advisory fee: August 1, 2009 – August 31, 2009	250,000.00
Monthly advisory fee: September 1, 2009 – September 30, 2009	250,000.00
Out-of-Pocket expenses:	11,093.55
Total Due	\$10,511,093.55

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase 500 Stanton Christiana Road Newark, DE 19713	Account Name: Rothschild Inc. Account Number: 0 045 42 212 ABA: 021000021
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